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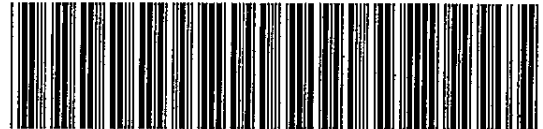
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03 MAY -1 AM 9:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

J. SMITH MAY 07 2003

~~IRBY G. PUGH, P.A.~~

Attorney at Law

VIA FEDERAL EXPRESS

Irby G. Pugh, Esquire

218 Annie Street

Orlando, Florida 32806

Phone: (407) 843-5840

Facsimile: (407) 422-5415

April 28, 2003

Corporate Records Bureau
Division of Corporations
Department of State
409 East Gaines Street
Tallahassee, FL 32399

RE: Dr. Rich Productions, Inc.

Dear Sir or Madam:

Enclosed are an original and one copy of the Articles of Incorporation for the above-referenced corporation.

Please file the enclosed immediately. We would also appreciate your returning a certified copy of the date-stamped filed Articles of Incorporation.

Thank you for your courtesies. If you have any questions or require additional information, please contact the undersigned.

Very truly yours,

James D. Kisio /td

James D. Kisio
Esquire

Signed in his absence to avoid delay

JDK/td
Enclosures

ARTICLES of INCORPORATION
of
DR. RICH PRODUCTIONS, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

03 MAY -1 AM 9:21

FILED

ARTICLE I - NAME

The name of this corporation is Dr. Rich Productions, Inc.

ARTICLE II - PRINCIPAL OFFICE

The principal office address and the mailing address of this corporation shall be 13940 U.S. Highway 441, Suite 102, Lady Lake, Florida 32159.

ARTICLE III - DURATION

This corporation shall have perpetual existence commencing on the date of the filing of these Articles.

ARTICLE IV - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of \$1.00 par value common stock which shall be designated as "common shares."

ARTICLE VI - REGISTERED AGENT AND ADDRESS

The registered agent of the corporation shall be Richard M. Cowin, D.P.M. and the registered office address of the corporation in the State of Florida shall be 13940 U.S. Highway 441, Suite 102, Lady Lake, Florida 32159.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

The names and addresses of the persons who shall serve as directors until the first annual meeting of shareholders, or until their successors shall have been elected and qualified, are as follows:

Richard M. Cowin
13940 U.S. Highway 441
Suite 102
Lady Lake, Florida 32159

ARTICLE VIII - INCORPORATOR

The name and address of the incorporator of this corporation are:

Richard M. Cowin
13940 U.S. Highway 441
Suite 102
Lady Lake, Florida 32159

ARTICLE IX - AMENDMENTS

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator executed these Articles of Incorporation this 21st day of March 2003.



Richard M. Cowin

**CERTIFICATE of DESIGNATION
of
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is:

Dr. Rich Productions, Inc.
13940 U.S. Highway 441
Suite 102
Lady Lake, Florida 32159

2. The name and address of the registered agent and office are:

Richard M. Cowin
13940 U.S. Highway 441
Suite 102
Lady Lake, Florida 32159

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Date: March 21, 2003



Richard M. Cowin

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA